The listing of claims will replace all prior versions, and listings of claims in the application:

Listing of claims:

1 (Canceled).

2 (Canceled).

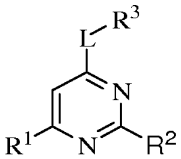
3 (Canceled).

4 (Canceled).

5 (Canceled).

6 (Canceled).

7. (Currently Amended): ~~The~~ A compound of ~~claim 6~~ Formula Ic:



(Ic)

in which

L is a bond;

R^1 is $-NHR^7$, wherein R^7 is phenyl substituted with 1 to 3 radicals independently selected from the group consisting of amino, halo-substituted C_{1-4}alkyl and halo-substituted C_{1-4}alkoxy or pyridinyl, optionally substituted with 1 to 3 radicals independently selected from the group consisting of halo, amino, C_{1-4}alkyl, halo-substituted C_{1-4}alkyl, C_{1-4}alkoxy and halo-substituted C_{1-4}alkoxy;

R^2 is hydrogen; and

R^3 is selected from the group consisting of C_{3-8}heterocycloalkyl~~-C_{0-4}alkyl~~ selected from the group consisting of morpholino, ~~morpholino-methyl, morpholino-ethyl,~~ pyrrolidinyl, piperazinyl, piperidinyl, 4-oxo-piperidin-1-yl and 1,4-dioxa-8-aza-spiro[4,5]dec-8-yl, (ii) C_{5-10}heteroaryl~~-C_{0-4}alkyl~~, wherein the heteroaryl or heterocycloalkyl is optionally substituted with 1 to 3 radicals independently selected from the group consisting of halo,

nitro, C_{1-4}alkyl, hydroxy-C_{1-6}alkyl, C_{1-4}alkoxy, C_{3-8}heterocycloalkyl, $-X^3C(O)NR^8R^8$, $-X^3C(O)NR^8R^9$,$-X^3NR^8R^9$, $-X^3NR^8R^8$, $-X^3S(O)_2NR^8R^8$, $-X^3S(O)_2R^8$, $-X^3S(O)_2R^9$, $-X^3C(O)R^8$, $-X^3NR^8C(O)R^8$, $-X^3NR^8S(O)_2R^8$, $-X^3S(O)_2NR^8R^9$, $-X^3NR^8S(O)_2R^9$, $-X^3NR^8C(O)R^9$, $-X^3NR^8C(O)NR^8R^9$, $-X^3NR^8C(O)NR^8R^8$, $-X^3C(O)OR^8$, $=NOR^8$, $-X^3NR^8(CH_2)_{1-4}NR^8R^8$, $-X^3C(O)NR^8(CH_2)_{1-4}NR^8R^8$ and $-X^3O(CH_2)_{1-4}NR^8R^8$; or (iii) C_{6-10}aryl~~-C_{0-4}alkyl~~, wherein the aryl is substituted with 1-3 radicals independently selected from the group consisting of hydroxy-C_{1-6}alkyl, C_{3-8}heterocycloalkyl, $-X^3C(O)NR^8R^8$, $-X^3C(O)NR^8R^9$,$-X^3NR^8R^9$, $-X^3NR^8R^8$, $-X^3S(O)_2NR^8R^8$, $-X^3S(O)_2R^8$, $-X^3S(O)_2R^9$, $-X^3C(O)R^8$, $-X^3NR^8C(O)R^8$, $-X^3NR^8S(O)_2R^8$, $-X^3S(O)_2NR^8R^9$, $-X^3NR^8S(O)_2R^9$, $-X^3NR^8C(O)R^9$, $-X^3NR^8C(O)NR^8R^9$, $-X^3NR^8C(O)NR^8R^8$, $=NOR^8$, $-X^3NR^8(CH_2)_{1-4}NR^8R^8$, $-X^3C(O)NR^8(CH_2)_{1-4}NR^8R^8$ and $-X^3O(CH_2)_{1-4}NR^8R^8$; wherein X^3 is a bond or C_{1-4}alkylene; R^8 is hydrogen, C_{1-6}alkyl or hydroxy-C_{1-6}alkyl; R^9 is C_{6-10}aryl-C_{0-4}alkyl, C_{6-10}aryl-C_{0-4}alkyloxy, C_{5-10}heteroaryl-C_{0-4}alkyl, C_{3-8}heterocycloalkyl-C_{0-4}alkyl or C_{3-8}cycloalkyl; wherein said aryl, heteroaryl, cycloalkyl, heterocycloalkyl or alkyl of R^9 is further optionally substituted by up to 2 radicals selected from the group consisting of halo, hydroxy, cyano, nitro, C_{1-4}alkyl, hydroxy-C_{1-6}alkyl, halo-substituted C_{1-4}alkyl, C_{1-4}alkoxy, halo-alkyl-substituted-phenyl, benzoxy, C_{5-9}heteroaryl, C_{3-8}heterocycloalkyl, $-C(O)NR^8R^8$, $-S(O)_2NR^8R^8$, $-NR^8R^8$ and $-C(O)R^{10}$, wherein R^{10} is C_{5-6}heteroaryl.

8. (Currently Amended): The compound of claim 7 in which R^3 is selected from the group consisting of morpholino, 1,4-dioxa-8-aza-spiro[4.5]dec-8-yl, 4-oxo-piperidin-1-yl, piperazinyl, pyrrolidinyl, pyridinyl, naphthyl, thiophenyl, benzofuran-2-yl, benzo[1,3]dioxolyl, piperidinyl, pyrazinyl, pyrimidinyl, imidazolyl, pyrazolyl and 1*H*-benzoimidazolyl; each of which is optionally substituted with 1 to 2 radicals independently selected from the group consisting of chloro, methyl, ethyl, hydroxymethyl, methoxy, $-C(O)OH$, $-C(O)H$, $-C(O)OCH_3$, $-C(O)N(C_2H_5)_2$, $-C(O)N(CH_3)_2$, $-C(O)NHCH_3$, $-S(O)_2NH_2$, $-S(O)_2CH_3$, chloro, $-NH_2$, $-C(O)CH_3$, $=NOCH_3$, $-NH(CH_2)_2N(CH_3)_2$, $-NH(CH_2)_3NH_2$, $-NH(CH_2)_2OH$, $-C(O)NH(CH_2)_2N(CH_3)_2$, $-NHR^9$, $-O(CH_2)_2N(CH_3)_2$, morpholino, piperazinyl, $-NHC(O)CH_3$, $-NHC(O)NHC_4H_9$, $-C(O)NHC_4H_9$, $-C(O)NHC_3H_7$, $-C(O)NHC_5H_{10}OH$, $-C(O)N(C_2H_4OH)_2$, $-C(O)NHC_2H_4OH$, $-C(O)NH(CH_2)_2OH$, $-NHC(O)R^9$, $-C(O)NHR^9$, $-NHC(O)NHR^9$, $-C(O)R^9$, $-NHS(O)_2C_4H_9$, $-NHS(O)_2CH_3$, $-NHS(O)_2R^9$, $-S(O)_2R^9$, $-S(O)_2NHR^9$, $-C(O)NH_2$ and $-C(O)NH(CH_2)_2N(CH_3)_2$; or phenyl substituted with 1 to 2 radicals independently selected

from the group consisting of hydroxymethyl, ~~-C(O)OH~~, -C(O)H, $-C(O)N(C_2H_5)_2$, $-C(O)N(CH_3)_2$, $-C(O)NHCH_3$, $-S(O)_2NH_2$, $-S(O)_2CH_3$, $-NH_2$, $-C(O)CH_3$, $=NOCH_3$, $-NH(CH_2)_2N(CH_3)_2$, $-NH(CH_2)_3NH_2$, $-NH(CH_2)_2OH$, $-C(O)NH(CH_2)_2N(CH_3)_2$, $-NHR^9$, $-O(CH_2)_2N(CH_3)_2$, morpholino, piperazinyl, $-NHC(O)CH_3$, $-NHC(O)NHC_4H_9$, $-C(O)NHC_4H_9$, $-C(O)NHC_3H_7$, $-C(O)NHC_5H_{10}OH$, $-C(O)N(C_2H_4OH)_2$, $-C(O)NHC_2H_4OH$, $-C(O)NH(CH_2)_2OH$, $-NHC(O)R^9$, $-C(O)NHR^9$, $-NHC(O)NHR^9$, $-C(O)R^9$, $-NHS(O)_2C_4H_9$, $-NHS(O)_2CH_3$, $-NHS(O)_2R^9$, $-S(O)_2R^9$, $-S(O)_2NHR^9$, $-C(O)NH_2$ and $-C(O)NH(CH_2)_2N(CH_3)_2$; R^9 is phenethyl, ~~2 phenoxy ethyl,~~ 1H-imidazolyl-propyl, pyridinyl, pyridinyl-methyl, quinolinyl, morpholino, piperidinyl, piperazinyl, pyrrolidinyl, tetrahydro-furan-2-ylmethyl, furan-2-ylmethyl, thiazol-2-ylmethyl, benzo[1,3]dioxol-5-ylmethyl, benzo[1,3]dioxol-5-yl, 3-(2-oxo-pyrrolidin-1-yl)-propyl, 3-imidazol-1-yl-propyl, 3H-pyrazol-3-yl, morpholino-ethyl, phenyl, thiophenyl-methyl, benzyl, cyclohexyl or furan-2-ylmethyl; wherein said aryl, heteroaryl, cycloalkyl, heterocycloalkyl or alkyl moiety of R^9 is further optionally substituted by up to 2 radicals selected from hydroxy-methyl, hydroxy-ethyl, isobutyl, nitro, amino, hydroxyl, methoxy, trifluoromethoxy, cyano, isopropyl, methyl, ethyl, chloro, fluoro, pyridinyl, morpholino, phenoxy, pyrrolidinyl, trifluoromethyl, trifluoromethyl-substituted-phenyl, $-N(CH_3)_2$, $-C(O)NH_2$, $-S(O)_2NH_2$, $-C(O)N(CH_3)_2$, cyano or $-C(O)R^{10}$; and R^{10} is furanyl.

9 (Canceled).

10 (Canceled).

11 (Currently Amended): A pharmaceutical composition comprising an effective amount of a compound of claim ~~1~~7 and a pharmaceutically acceptable carrier or excipient.

12 (Currently Amended): A method of treating a subject suffering from leukemia, said method comprising administering to the subject in need of such treatment an effective amount of a compound of claim ~~1~~7, wherein said compound of claim ~~1~~6 inhibits Bcr-abl.

13 (Canceled).

14 (Canceled).

15 (Canceled).

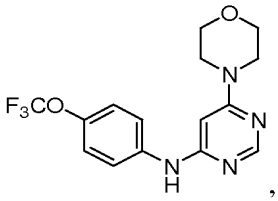
16 (Canceled).

17 (Canceled):

18 (Canceled).

19 (Previously presented): The method of claim 12, wherein the leukemia is selected from chronic myeloid leukemia and acute lymphoblastic leukemia.

20. (Currently amended): The compound of claim ~~1~~7, wherein the compound is selected from the group consisting of:



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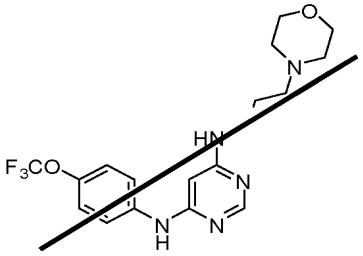

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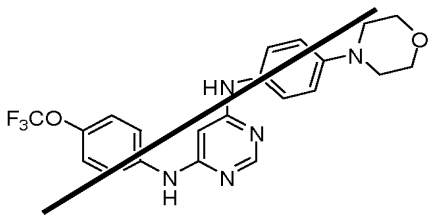

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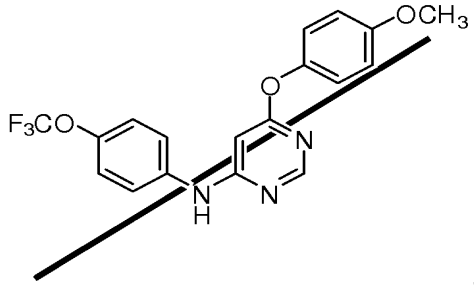

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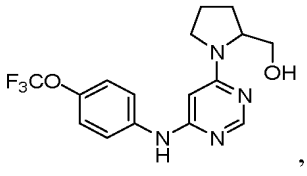

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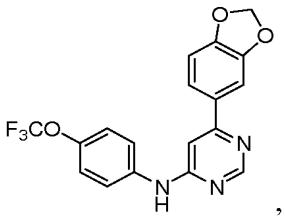

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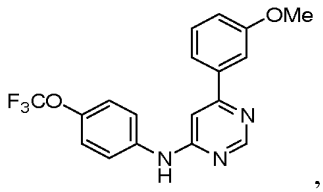

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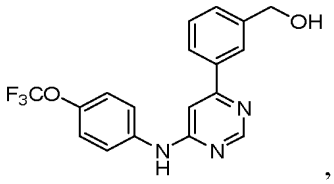

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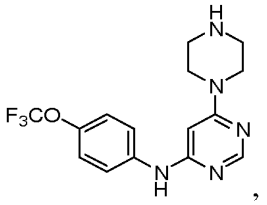
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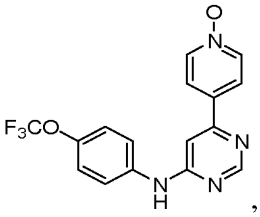
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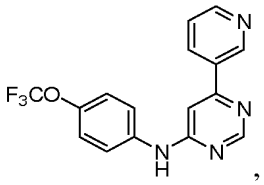
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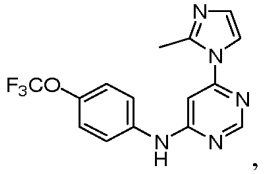
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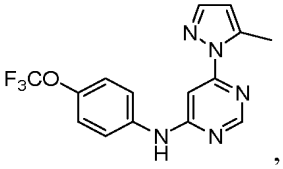
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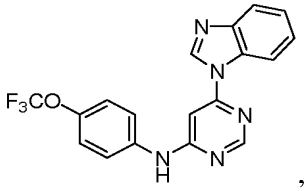
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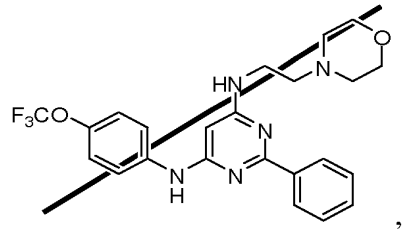
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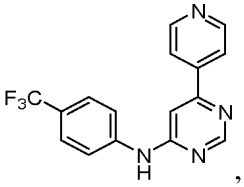
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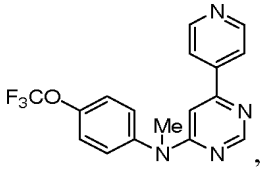
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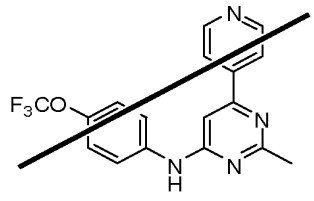
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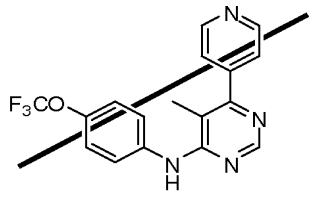
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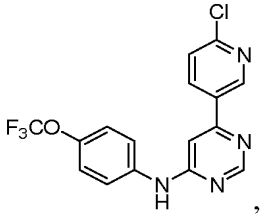
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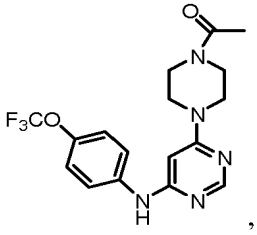
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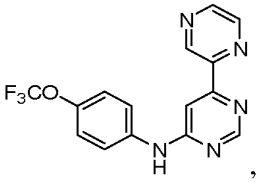
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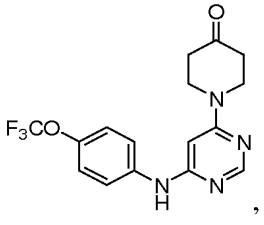
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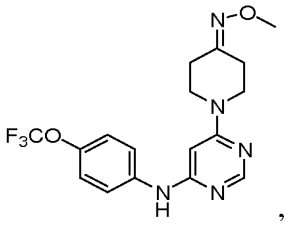
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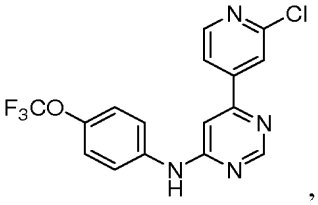
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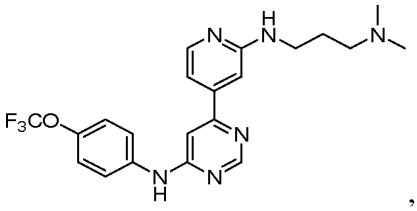
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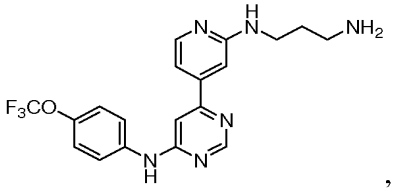
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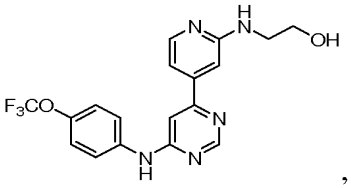
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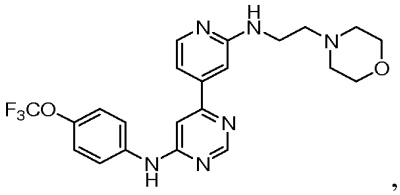
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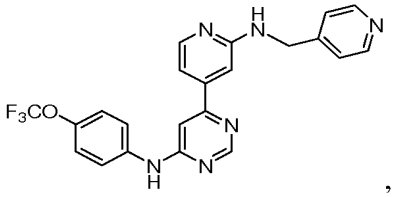
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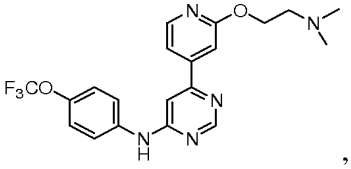
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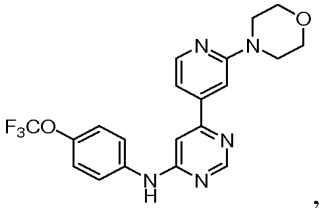
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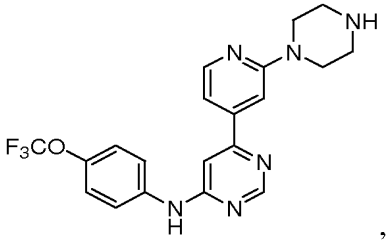
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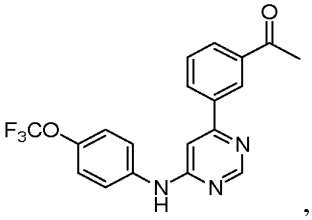
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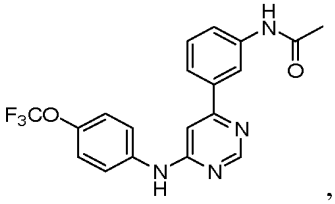
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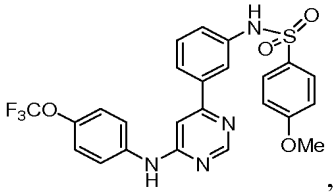
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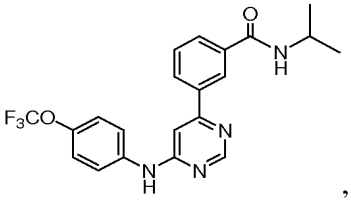
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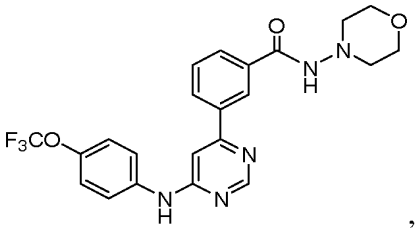
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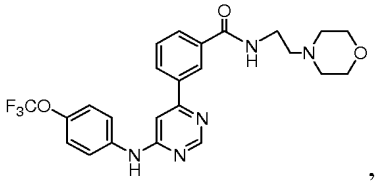
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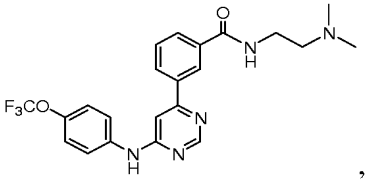
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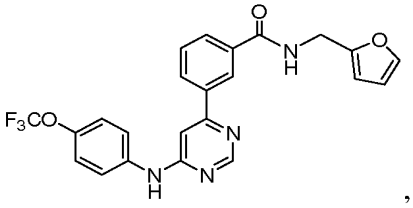
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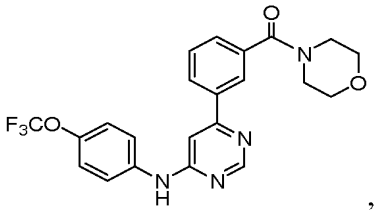
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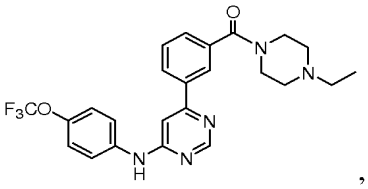
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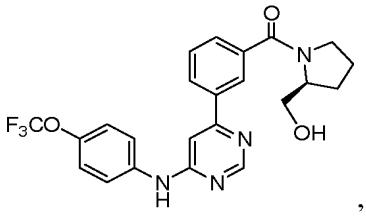
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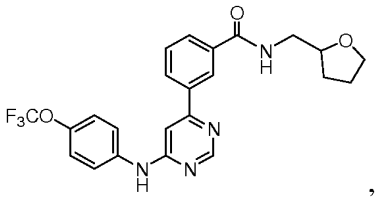
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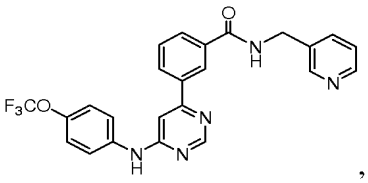
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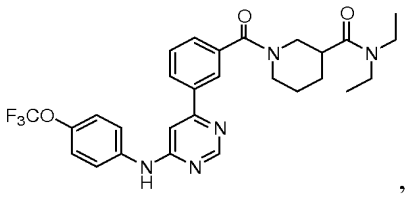
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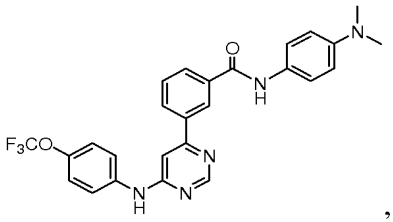
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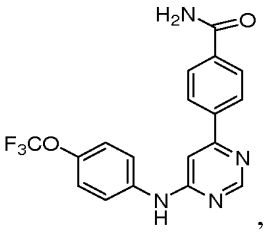
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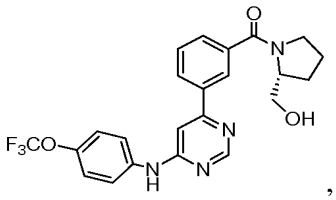
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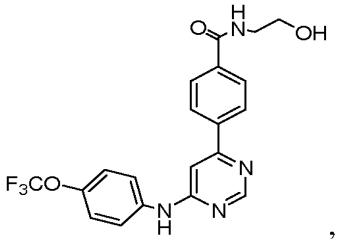
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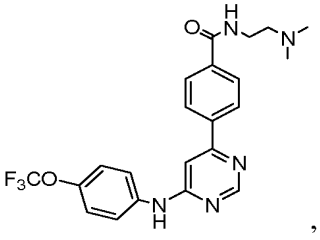
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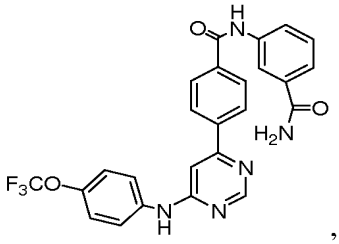
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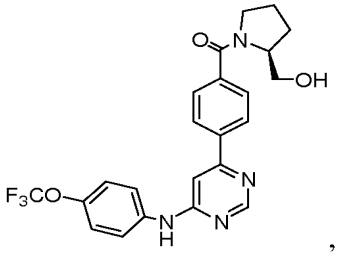
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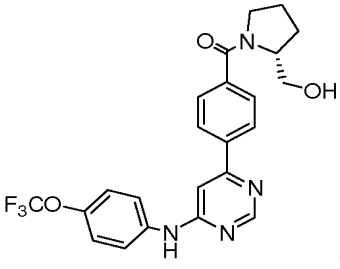
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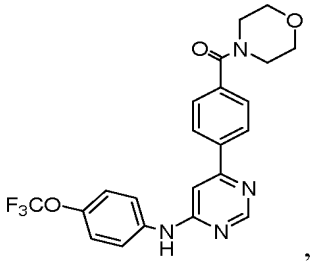
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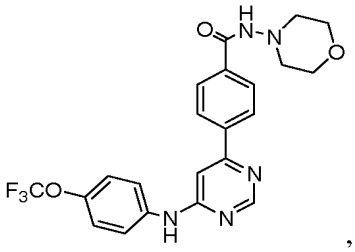
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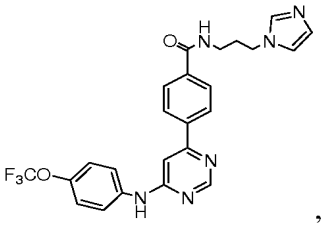
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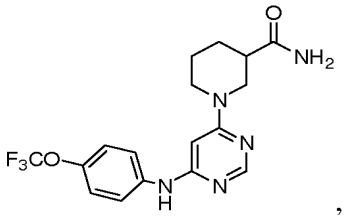
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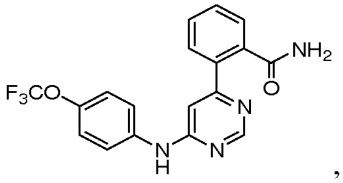
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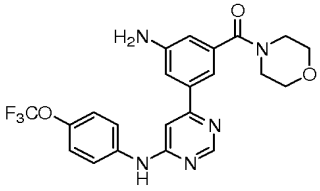
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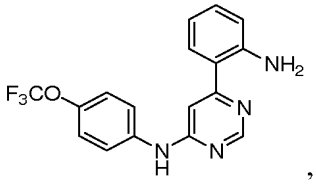
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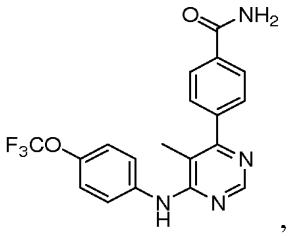
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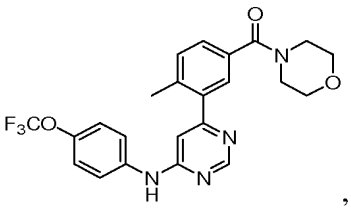
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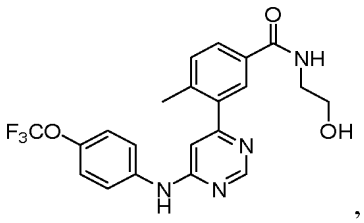
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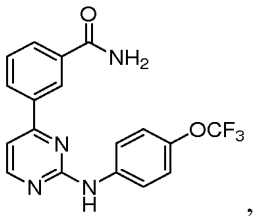
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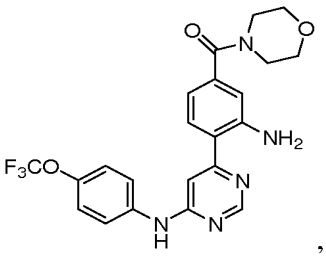
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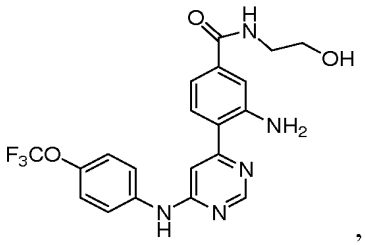
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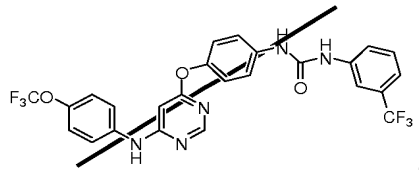
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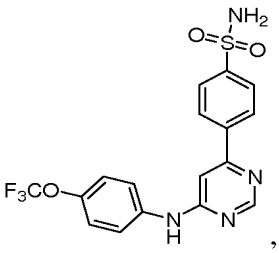
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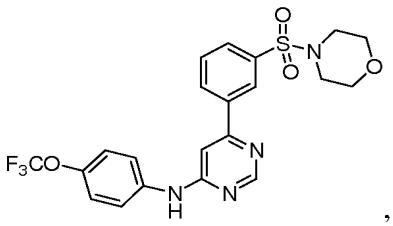
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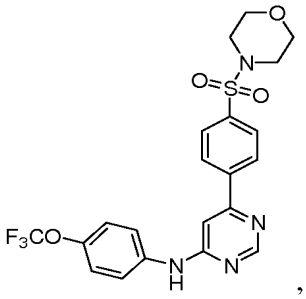
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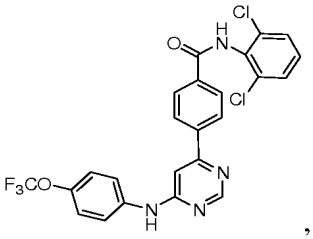
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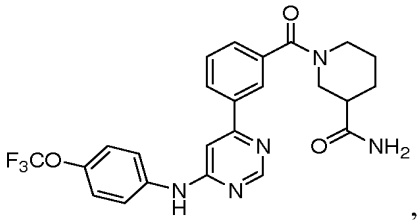
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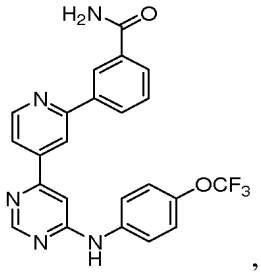
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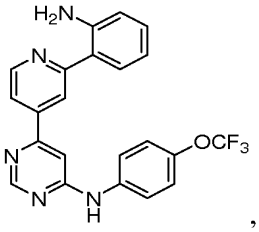
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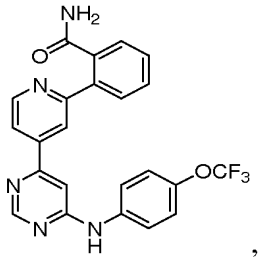
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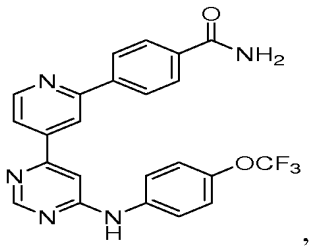
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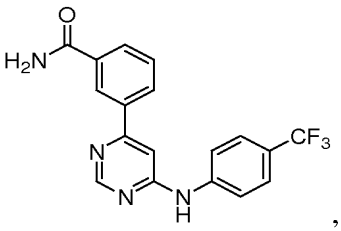
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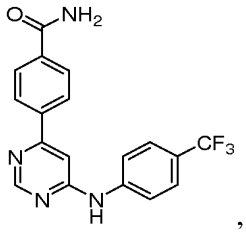
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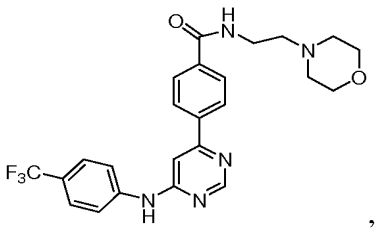
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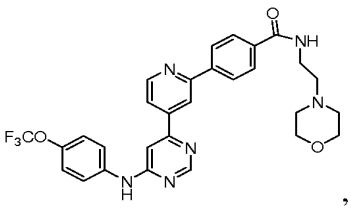
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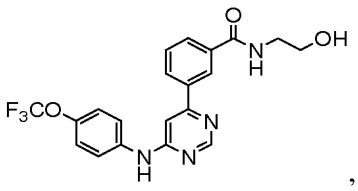
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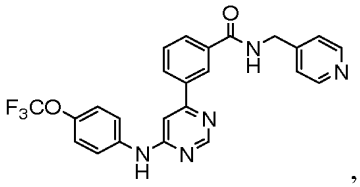
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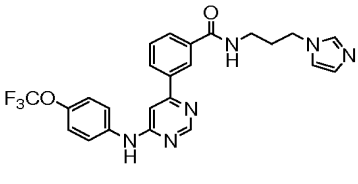
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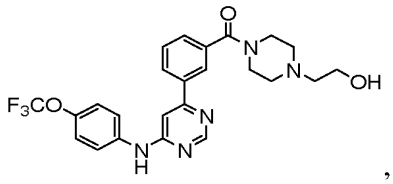
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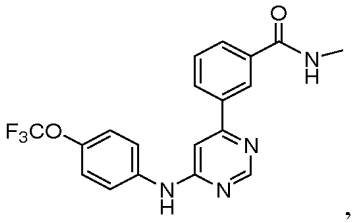
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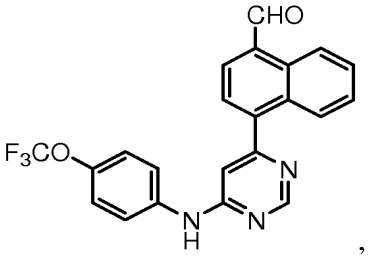
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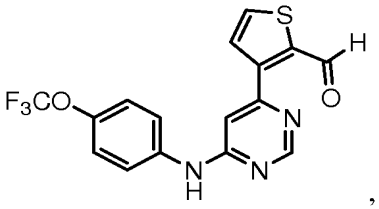
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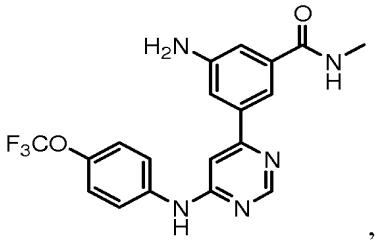
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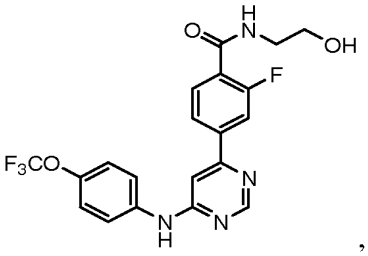
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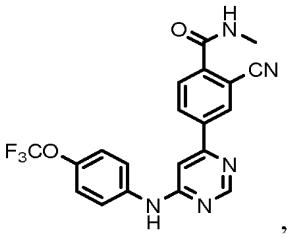
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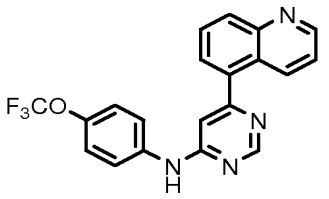
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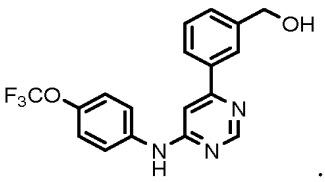
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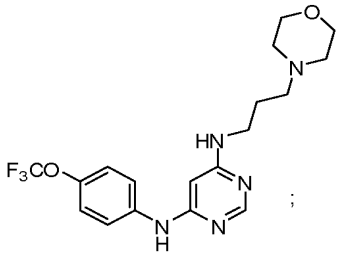
21. (Previously presented) A pharmaceutical composition comprising an effective amount of a compound of claim 20 and a pharmaceutically acceptable carrier or excipient.

22. (New) A compound selected from the group consisting of: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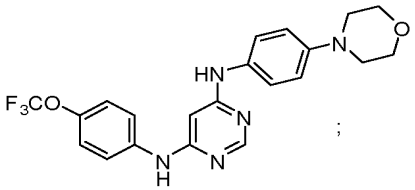
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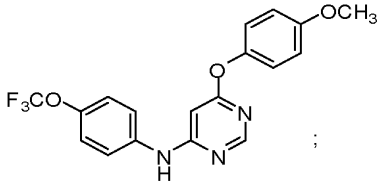
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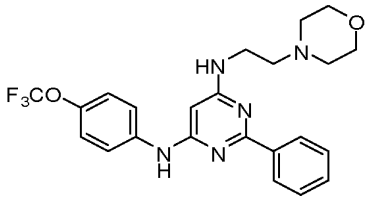
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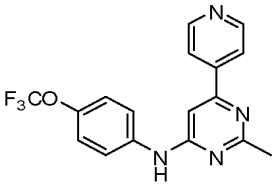
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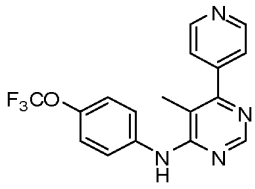
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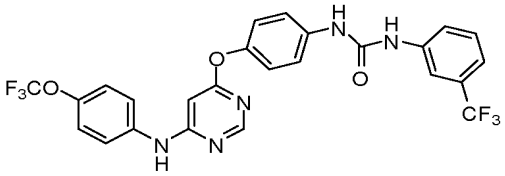
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